

**AMENDMENT TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**WHISPERING PINES CLUB, INC.**

**RECORDED IN PUTNAM COUNTY, FLORIDA ON JUNE 4, 2004**

**ARTICLE I**

**Name of Corporation:** Whispering Pines Club, Inc.

**ARTICLE II**

**Purpose of the Corporation:** The Corporation does not contemplate pecuniary gain or profit, direct or indirect to its members. The purposes for which it is formed are to promote the general welfare of its members by operating and maintaining recreational properties and facilities owned by the corporation.

**ARTICLE III**

**Membership:** Every person or entity, except the Developer, who is an owner, or contract purchaser for a lot in Plantation Pines II, Whispering Pines section subdivision, and subsequent additions thereto, according to the recorded plats thereof, shall be eligible for membership in the corporation. Members may be of two or more classes, with different rights and obligations, as provided in the by-laws.

**ARTICLE IV**

**Duration of the Corporation:** Perpetual

**ARTICLE V**

**Subscribers:**

William J. Snow

119 West Plymouth Avenue  
Deland, Florida 32760

Charles L. Bonds

119 West Plymouth Avenue  
Deland, Florida 32760

**ARTICLE VI**

**Board of Directors:** The affairs of the corporation shall be managed by a Board of Directors made up of members of the corporation.

## ARTICLE VII

**First Directors:** The first directors shall be three in number and shall serve until their successors shall have been elected and qualify. The first directors shall be the same persons who are the subscribers.

## ARTICLE VIII

**By-Laws:** The Board of Directors may adopt By-Laws of the corporation. The Board of Directors may alter or rescind the By-Laws except those provisions of the By-Laws which require member approval, in which case the amendment of such a provision shall require member vote as provided in the By-Laws.

## ARTICLE IX

**Disposition of Real Property:** Except as herein provided, the Board of Directors of the corporation shall not be authorized to dispose of any of the real properties owned by the corporation except by approval of member vote. The quorum for any meeting of members called to take action with regard to disposition of corporation real estate shall be the presence of members, or of proxies, constituting not less than 60% of all members entitled to vote. If the first meeting duly called for such purpose fails to produce the required quorum, a second meeting may be duly noticed and called at which the quorum shall be 30% of the members entitled to vote, provided that such subsequent meeting shall be held not more than sixty (60) days following the preceding meeting. The proposed action shall be approved by two-thirds vote of the members voting at a meeting at which a quorum is present. The Board of Directors, without member vote, may authorize granting of utility easements or parcels necessary for use in connection with furnishing of services for the benefit of the members.

## ARTICLE X

**Dedication of Properties to Public Use:** At any time after five (5) years from date of incorporation upon recommendation of the Board of Directors duly approved by the members the corporation shall have the power to transfer all, or any portion, of its real properties to the County of Putnam, Florida, or other public authority, which agrees to accept such properties and hold and maintain the same for the benefit of the general public for purposes not substantially dissimilar, except as to class of user, from those purposes for which the corporation holds such properties. The provisions for quorum and voting requirements as set forth in Article IX shall apply with respect to any such action. Upon any such conveyance by the corporation of all of its properties, it shall be dissolved.

## ARTICLE XI

**Amendments to Articles of Incorporation:** These Articles may be amended in accordance with law by the Board of Directors, except that amendment of Articles IX, X and XI shall require approval by vote of members, the voting and quorum requirements in such regard to be as set forth in Article IX.